

WEIL, GOTSHAL & MANGES LLP

Stephen Karotkin (*pro hac vice*)
(stephen.karotkin@weil.com)
Jessica Liou (*pro hac vice*)
(jessica.liou@weil.com)
Matthew Goren (*pro hac vice*)
(matthew.goren@weil.com)
New York, NY 10153-0119
Tel: (212) 310-8000
Fax: (212) 310-8007

KELLER & BENVENUTTI LLP

Tobias S. Keller (#151445)
(tkeller@kellerbenvenutti.com)
Jane Kim (#298192)
(jkim@kellerbenvenutti.com)
650 California Street, Suite 1900
San Francisco, CA 94108
Tel: (415) 496-6723
Fax: (415) 636-9251

*Proposed Attorneys for Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the lead case,
No. 19-30088 (DM)*

Case No. 19-30088 (DM)
Chapter 11

(Lead Case)
(Jointly Administered)

**NOTICE OF AGENDA FOR
FEBRUARY 27, 2019 9:30 A.M.
OMNIBUS HEARING**

Date: February 27, 2019
Time: 9:30 a.m. (Pacific Time)
Place: United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102

**PROPOSED AGENDA FOR
FEBRUARY 27, 2019 9:30 A.M. (PACIFIC TIME)
OMNIBUS HEARING**

I. MATTERS SCHEDULED TO BE HEARD IN MAIN CASE: No. 19-30088 (DM)

The response deadline for all matters to be heard in the main case for the following parties was extended by stipulation and order to February 22, 2019, at 4:00 p.m. (Pacific Time):

- Official Committee of Unsecured Creditors
- Official Committee of Tort Claimants
- Ad Hoc Group of Institutional Bondholders
- Ad Hoc Committee of Senior Unsecured Noteholders
- Office of the United States Trustee

CONSENSUAL MATTERS

The following eight (8) Motions are largely uncontested (the “Consensual Motions”). Revised drafts of the proposed final orders for the Consensual Motions (the “Proposed Final Orders”) reflecting changes that have been agreed to in order to resolve or address any formal or informal objections were filed with the Court on February 18, 2019 and February 25, 2019.¹

1. Employee Wages and Benefits Motion. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 507 and Fed. R. Bankr. P. 6003 and 6004 for Interim and Final Authority to (I) Pay Prepetition Wages, Salaries, Withholding Obligations, and Other Compensation and Benefits; (II) Maintain Employee Benefits Programs; and (III) Pay Related Administrative Obligations [Dkt. 8].

Response Deadline: February 20, 2019

Responses Filed:

- A. Statement and Reservation of Rights of Official Committee of Unsecured Creditors with respect to Certain Matters Scheduled for February 27 Hearing [Dkt. 610].

Related Documents:

- B. Proposed Final Order on the Employee Wages and Benefits Motion and redline comparison against the interim order previously entered by the Court [Dkt. 491-8].

¹ The Debtors are continuing to work with the Creditors Committee to finalize certain language to be added to the Proposed Final Orders.

C. Debtors' Statement and Omnibus Reply in Support of First Day and Other Motions set for Hearing on February 27, 2019 [**Dkt. 652**].

D. Further revised Proposed Final Order on the Employee Wages and Benefits Motion and redline comparison against the interim order previously entered by the Court [**Dkt. 654-5**].

Status: No objections or responses were received to the Employee Wage Motion and this matter is going forward on an uncontested basis.

2. Insurance Motion. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 362(d), 363(b), 363(c), and 364 and Fed. Bankr. P. 4001, 6003, and 6004 for Interim and Final Orders (I) Authorizing the Debtors to Maintain Insurance Policies, Workers' Compensation Program, and Surety Bond Program and Pay All Obligations With Respect Thereto; and (II) Granting Relief From the Automatic Stay with Respect to Workers' Compensation Claims [**Dkt. 9**].

Response Deadline: February 20, 2019

Responses Filed: None.

Related Documents:

A. Proposed Final Order on the Insurance Motion and redline comparison against the interim order previously entered by the Court [**Dkt. 491-2**].

B. Debtors' Statement and Omnibus Reply in Support of First Day and Other Motions set for Hearing on February 27, 2019 [**Dkt. 652**].

C. Further revised Proposed Final Order on the Insurance Motion and redline comparison against the interim order previously entered by the Court [**Dkt. 654-1**].

Status: No objections or responses were received to the Insurance Motion and this matter is going forward on an uncontested basis.

3. Exchange Operators Motion. Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 362, 363, and 364 and Fed. R. Bankr. P. 6003 and 6004 to (A) Honor Prepetition Obligations to Natural Gas and Electricity Exchange Operators, (B) Grant Administrative Expense Claims and Authorize Posting of Postpetition Collateral to Exchange Operators, (C) Modify the Automatic Stay, and (D) Grant Related Relief [**Dkt 15**].

Response Deadline: February 20, 2019

Responses Filed:

A. Objection of Butte Fire Victim Creditors to Request for Order Authorizing Priority Payments of Unsecured Pre-Petition Obligations [**Dkt. 178**].

- 1 B. Reservation of Rights by BP Energy Company and BP Products North
2 America Inc. to the Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 362,
3 363, and 364 and Fed. R. Bankr. P. 6003 and 6004 to (A) Honor
4 Prepetition Obligations to Natural Gas and Electricity Exchange
5 Operators, (B) Grant Administrative Expense Claims and Authorize
6 Posting of Postpetition Collateral to Exchange Operators, (C) Modify the
7 Automatic Stay, and (D) Grant Related Relief [**Dkt. 544**].
- 8 C. Statement and Reservation of Rights of Official Committee of Unsecured
9 Creditors with respect to Certain Matters Scheduled for February 27
10 Hearing [**Dkt. 610**].

11 Related Documents:

- 12 D. Proposed Final Order on the Exchange Operators Motion and redline
13 comparison against the interim order previously entered by the Court
14 [**Dkt. 491-3**].
- 15 E. Debtors' Statement and Omnibus Reply in Support of First Day and Other
16 Motions set for Hearing on February 27, 2019 [**Dkt. 652**].
- 17 F. Further revised Proposed Final Order on the Exchange Operator Motion
18 and redline comparison against the interim order previously entered by the
19 Court [**Dkt. 654-2**].

20 Status: The response filed in opposition to the Exchange Operator Motion was
21 received prior to and heard at the hearing on January 31, 2019. No further
22 objections or responses to the Exchange Operators Motion were received and this
23 matter is going forward on an uncontested basis.

24 4. **Lien Claimants Motion.** Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a),
25 363(b), and 503(b) and Fed. R. Bankr. P. 6003 and 6004 (I) for Interim and Final Authority to
26 Pay Prepetition Obligations Owed to Shippers, Warehousemen, and Other Lien Claimants, and
27 (II) Granting Administrative Expense Priority Status for Claims Arising from Goods Delivered
28 to the Debtors Postpetition [**Dkt. 13**].

Response Deadline: February 20, 2019

Responses Filed:

- 23 A. Roebbelen Contracting, Inc.'s Response to Certain First Day Motions
24 [**Dkt. 154**].
- 25 i. Declaration of Frank Lindsay in Support of Roebbelen Contracting
26 Inc.'s Response [**Dkt. 171**].
- 27 B. Aggreko's Response to Certain First Day Motions [**Dkt. 155**].

i. Declaration of Frank Pizzileo in Support of Aggreko's Response [Dkt. 161].

C. MCE Corporation's Response to Certain First Day Motions [Dkt. 157].

i. Declaration of Jeff Core in Support of MCE Corporation's Response [Dkt. 166].

D. Response of Nor-Cal Pipeline Services to Certain First Day Motions [Dkt. 160].

E. Turner Construction Company's Preliminary Objection and Reservation of Rights with Respect to Debtors' Operational Integrity Motion, Lien Claimants Motion, and DIP Financing Motion [Dkt. 164].

F. Objection of Butte Fire Victim Creditors to Request for Order Authorizing Priority Payments of Unsecured Pre-Petition Obligations [Dkt. 178].

G. Wilson Utility Construction Company's Response in Support of Motion of Debtors Pursuant to 11 U.S.C. §§ 150(A), 363(B), 503(B)(9) and F.R.B.P. 6003 and 6004 for Interim and Final Authority to Pay Prepetition Obligations Owed to Certain Safety and Reliability, Outage, and Nuclear Facility Suppliers (ECF No. 12); and the Motion of the Debtors Pursuant to 11 U.S.C. §§ 150(A), 363(B), 503(B)(9) and F.R.B.P. 6003 and 6004 (I) For Interim and Final Authority to Pay Prepetition Obligations Owed to Shippers, Warehousemen, and Other Lien Claimants, and (II) Granting Administrative Expense Priority Status for Claims Arising from Goods Delivered to Debtors' Postpetition (ECF No. 13) [Dkt. 496].

H. Statement and Reservation of Rights of Official Committee of Unsecured Creditors with respect to Certain Matters Scheduled for February 27 Hearing [Dkt. 610].

Related Documents:

I. Proposed Final Order on the Lien Claimants Motion and redline comparison against the interim order previously entered by the Court [Dkt. 491-5].

J. Debtors' Statement and Omnibus Reply in Support of First Day and Other Motions set for Hearing on February 27, 2019 [Dkt. 652].

K. Further revised Proposed Final Order on the Lien Claimants Motion and redline comparison against the interim order previously entered by the Court [Dkt. 654-3].

Status: The responses filed in opposition to the Lien Claimants Motion were received prior to and heard at the hearing on January 31, 2019. No further

1 objections or responses to the Lien Claimants Motion were received and this
2 matter is going forward on an uncontested basis.

3 **5. Taxes Motion.** Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 363, 507(a),
4 and 541(d) and Fed. R. Bankr. P. 6003 and 6004 for Interim and Final Authority to Pay Certain
Prepetition Taxes and Assessments and Granting Related Relief [**Dkt. 11**].

5 Response Deadline: February 20, 2019

6 Responses Filed:

7 A. Statement and Reservation of Rights of Official Committee of Unsecured
8 Creditors with respect to Certain Matters Scheduled for February 27
Hearing [**Dkt. 610**].

9 Related Documents:

10 B. Proposed Final Order on the Taxes Motion and redline comparison against
11 the interim order previously entered by the Court [**Dkt. 491-6**].

12 C. Debtors' Statement and Omnibus Reply in Support of First Day and Other
13 Motions set for Hearing on February 27, 2019 [**Dkt. 652**].

14 D. Further revised Proposed Final Order on the Taxes Motion and redline
15 comparison against the interim order previously entered by the Court
[**Dkt. 654-4**].

16 Status: No objections or responses were received to the Taxes Motion and this
17 matter is going forward on an uncontested basis.

18 **6. Reclamation Procedures Motion.** Motion of Debtors for Entry of Order
19 Pursuant to 11 U.S.C. §§ 546(c) and 105(a) and Fed. R. Bankr. P. 9019 Establishing and
Implementing Exclusive and Global Procedures for the Treatment of Reclamation Claims [**Dkt.**
30].

20 Response Deadline: February 20, 2019

21 Responses Filed:

22 A. Statement and Reservation of Rights of Official Committee of Unsecured
23 Creditors with respect to Certain Matters Scheduled for February 27
24 Hearing [**Dkt. 610**].

25 Related Documents:

26 B. Debtors' Statement and Omnibus Reply in Support of First Day and Other
27 Motions set for Hearing on February 27, 2019 [**Dkt. 652**].
28

C. Revised Proposed Order on the Reclamation Procedures Motion and redline comparison against the proposed order previously filed with the Reclamation Procedures Motion [Dkt. 654-7].

Status: No objections or responses were received to the Reclamation Procedures Motion and this matter is going forward on an uncontested basis.

7. **Section 503(b)(9) Procedures Motion.** Motion of Debtors Pursuant to 11 U.S.C. §§ 503(b)(9) and 105(a) for Entry of an Order Establishing Procedures for the Assertion, Resolution, and Satisfaction of Claims Asserted Pursuant to 11 U.S.C. § 503(b)(9) [Dkt. 31].

Response Deadline: February 20, 2019

Responses Filed:

A. Statement and Reservation of Rights of Official Committee of Unsecured Creditors with respect to Certain Matters Scheduled for February 27 Hearing [Dkt. 610].

Related Documents:

B. Debtors' Statement and Omnibus Reply in Support of First Day and Other Motions set for Hearing on February 27, 2019 [Dkt. 652].

C. Revised Proposed Order on the 503(b)(9) Procedures Motion and redline comparison against the proposed order previously filed with the 503(b)(9) Procedures Motion [Dkt. 654-8].

Status: No objections or responses to the 503(b)(9) Procedures Motion were received and this matter is going forward on an uncontested basis.

8. **Interim Compensation Procedures Motion.** Motion of Debtors Pursuant to 11 U.S.C. §§ 331 and 105(a) and Fed. R. Bankr. P. 2016 for Authority to Establish Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Dkt. 349].

Response Deadline: February 20, 2019

Responses Filed:

E. Statement and Reservation of Rights of Official Committee of Unsecured Creditors with respect to Certain Matters Scheduled for February 27 Hearing [Dkt. 610].

Related Documents:

F. Debtors' Statement and Omnibus Reply in Support of First Day and Other Motions set for Hearing on February 27, 2019 [Dkt. 652].

G. Revised Proposed Order on the Interim Compensation Procedures Motion and redline comparison against the proposed order previously filed with the Interim Compensation Procedures Motion [**Dkt. 654-11**].

Status: No objections or responses were received to the Interim Compensation Procedures Motion and this matter is going forward on an uncontested basis.

MATTERS CONTINUED TO MARCH 12, 2019 OMNIBUS HEARING

9. **DIP Financing Motion.** Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 362, 363, 364, 503 and 507 and Fed. R. Bankr. P. 2002, 4001, 6003, 6004 and 9014 for Interim and Final Orders (I) Authorizing the Debtors to Obtain Senior Secured, Superpriority, Postpetition Financing, (II) Granting Liens and Superpriority Claims, (III) Modifying the Automatic Stay, (IV) Scheduling Final Hearing, and (V) Granting Related Relief [**Dkt. 23**].

Response Deadline: February 20, 2019

Responses Filed:

- A. Sonoma Clean Power Authority's Statement of Support for Debtors' Motion for Postpetition Financing and Reservation of Rights [**Dkt. 65**].
 - i. Declaration of Geoffrey G. Syphers in Support of Sonoma Clean Power Authority's Statement [**Dkt. 67**].
- B. Statement of Peninsula Clean Energy Authority (A) In Support of Debtors' Motion for Postpetition Financing and (B) Reservation of Rights [**Dkt. 149**].
- C. Preliminary Objection of California State Agencies to DIP Financing Motion [Docket No. 23] [**Dkt. 162**].
- D. Objection of the United States Trustee to Debtors' Motion for Interim and Final Orders Authorizing Debtor in Possession Financing [**Dkt. 168**].
- E. Statement and Reservation of Rights of the California Self-Insurers' Security Fund Regarding the DIP Motion and Entry of the Proposed Interim DIP Order [**Dkt. 172**].
- F. Objection of the Public Entities to Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 362, 363, 364, 503 and 507, and Fed.R. Bankr. P. 2002, 4001, 6003, 6004 and 9014 for Interim and Final Orders (I) Authorizing the Debtors to Obtain Senior Secured, Superpriority, Postpetition Financing, (II) Granting Liens and Superpriority Claims, (III) Modifying the Automatic Stay, (IV) Scheduling Final Hearing and (V) Granting Related Relief [**Dkt. 494**].
- G. Joinder by the SLF Fire Victim Claimants in Objection of the Public Entities to Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 362, 363, 364,

503 and 507, and Fed.R. Bankr. P. 2002, 4001, 6003, 6004 and 9014 for Interim and Final Orders (I) Authorizing the Debtors to Obtain Senior Secured, Superpriority, Postpetition Financing, (II) Granting Liens and Superpriority Claims, (III) Modifying the Automatic Stay, (IV) Scheduling Final Hearing and (V) Granting Related Relief [**Dkt. 519**].

H. Statement and Reservation of Rights of the California Self-Insurers' Security Fund Regarding the DIP Motion and Entry of the Proposed Final DIP Order [**Dkt. 576**].

I. Statement and Reservation of Rights of Official Committee of Unsecured Creditors with respect to Certain Matters Scheduled for February 27 Hearing [**Dkt. 610**].

Related Documents: None.

Status: This matter has been continued to the omnibus hearing to be held on March 12, 2019, at 9:30 a.m. (Pacific Time), unless otherwise ordered by the Court. The deadline for the Creditors Committee and Tort Claimants Committee to file objections, if any, with respect to this Motion is March 5, 2019, at 4:00 p.m. (Pacific Time), unless otherwise ordered by the Court. All other timely filed objections to approval of the Motion on a final basis shall be preserved for the March 12 hearing. Any further reply from the Debtors is due no later than March 11, 2019, at 12:30 p.m. (Pacific Time), unless otherwise ordered by the Court.

10. Customer Programs Motion. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 507(a)(7) and Fed. R. Bankr. P. 6003 and 6004 for Interim and Final Orders (I) Authorizing Debtors to (A) Maintain and Administer Customer Programs, Including Public Purpose Programs, and (B) Honor Any Prepetition Obligations Relating Thereto; and (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers [**Dkt. 16**].

Response Deadline: February 20, 2019

Responses Filed:

A. Sonoma Clean Power Authority's Statement of Support for Debtors' Public Programs Motion and Reservation of Rights [**Dkt. 66**].

i. Declaration of Geoffrey G. Syphers in Support of Sonoma Clean Power Authority's Statement [**Dkt. 67**].

B. Chargepoint, Inc.'s Conditional Non-Opposition to Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 507(a)(7) and Fed. R. Bankr. P. 6003 and 6004 for Interim and Final Orders (I) Authorizing Debtors to (A) Maintain and Administer Customer Programs, Including Public Purpose Programs, and (B) Honor any Prepetition Obligations Relating Thereto; and (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers [**Dkt. 147**].

- C. Statement of Marin Clean Energy in Support of Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 507(a)(7) and Fed. R. Bankr. P. 6003 and 6004 for Interim and Final Orders (I) Authorizing Debtors to (A) Maintain and Administer Customer Programs, Including Public Purpose Programs, and (B) Honor any Prepetition Obligations Relating Thereto; and (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers; Reservation of Rights [**Dkt. 156**].
- D. Preliminary Objection of California State Agencies to Customer Programs Motion [**Dkt. 158**].
- E. Reservation of Rights of Berry Petroleum Company with Respect to Debtors' Customer Programs Motion [**Dkt. 170**].
- F. Supplemental Statement and Reservation of Rights of California State Agencies Regarding Customer Programs Motion [**Dkt. 500**].
- G. Limited Objection by Homeowners of Contaminated Properties to Customer Programs Motion [**Dkt. 527**].
- H. Statement and Reservation of Rights of Official Committee of Unsecured Creditors with respect to Certain Matters Scheduled for February 27 Hearing [**Dkt. 610**].

Related Documents:

- I. Proposed Final Order on the Customer Programs Motion and redline comparison against the interim order previously entered by the Court [**Dkt. 491-7**].
- J. Debtors' Statement and Omnibus Reply in Support of First Day and Other Motions set for Hearing on February 27, 2019 [**Dkt. 652**].

Status: This matter has been continued to the omnibus hearing to be held on March 12, 2019, at 9:30 a.m. (Pacific Time), unless otherwise ordered by the Court. The deadline for the Creditors Committee and Tort Claimants Committee to file objections, if any, with respect to this Motion is March 5, 2019, at 4:00 p.m. (Pacific Time), unless otherwise ordered by the Court. All other timely filed objections to approval of the Motion on a final basis shall be preserved for the March 12 hearing. Any further reply from the Debtors is due no later than March 11, 2019, at 12:30 p.m. (Pacific Time), unless otherwise ordered by the Court.

11. Cash Management Motion. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 507 and Fed. R. Bankr. P. 6003 and 6004 for Interim and Final Authority to (I)(A) Continue Existing Cash Management System, (B) Honor Certain Prepetition Obligations Related to the Use Thereof, (C) Continue Intercompany Arrangements, (D) Continue to Honor Obligations Related to Joint Infrastructure Projects, and (E) Maintain Existing Bank Accounts and Business Forms; and (II) Waiving the Requirements of 11 U.S.C. § 345(b) [**Dkt. 7**].

Response Deadline: February 20, 2019

Responses Filed:

- A. United States Trustee's Omnibus Objection to Debtors' First Day Motions [Dkt. 173].
- B. United States Trustee's Supplemental Objection to Motion of the Debtors to Continue Their Existing Cash Management System and for Other Relief [Dkt. 606].
 - i. Declaration of Michael Sorgaard in Support of United States Trustee's Objection [Dkt. 608].
- C. Statement and Reservation of Rights of Official Committee of Unsecured Creditors with respect to Certain Matters Scheduled for February 27 Hearing [Dkt. 610].

Related Documents:

- D. Proposed Final Order on the Cash Management Motion and redline comparison against the interim order previously entered by the Court [Dkt. 491-1].

Status: This matter has been continued to the omnibus hearing to be held on March 12, 2019, at 9:30 a.m. (Pacific Time), unless otherwise ordered by the Court. The deadline for the Creditors Committee and Tort Claimants Committee to file objections, if any, with respect to this Motion is March 5, 2019, at 4:00 p.m. (Pacific Time), unless otherwise ordered by the Court. All other timely filed objections to approval of the Motion on a final basis shall be preserved for the March 12 hearing. Any further reply from the Debtors is due no later than March 11, 2019, at 12:30 p.m. (Pacific Time), unless otherwise ordered by the Court.

12. Operational Integrity Suppliers Motion. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 503(b)(9) and Fed. R. Bankr. P. 6003 and 6004 for Interim and Final Authority to Pay Prepetition Obligations Owed to Certain Safety and Reliability, Outage, and Nuclear Facility Suppliers [Dkt. 12]

Response Deadline: February 20, 2019

Responses Filed:

- A. Wilson Utility Construction Company's Response in Support of Motion of Debtors Pursuant to 11 U.S.C. §§ 150(A), 363(B), 503(B)(9) and F.R.B.P. 6003 and 6004 for Interim and Final Authority to Pay Prepetition Obligations Owed to Certain Safety and Reliability, Outage, and Nuclear Facility Suppliers (ECF No. 12); and the Motion of the Debtors Pursuant to 11 U.S.C. §§ 150(A), 363(B), 503(B)(9) and F.R.B.P. 6003 and 6004 (I) For Interim and Final Authority to Pay Prepetition Obligations Owed to

Shippers, Warehousemen, and Other Lien Claimants, and (II) Granting Administrative Expense Priority Status for Claims Arising from Goods Delivered to Debtors' Postpetition (ECF No. 13) [**Dkt. 496**].

- B. Objection of Creditor AA/ACME Locksmiths, Inc. to Final Order Granting Operational Integrity Supplier Motion [**Dkt. 506**].
- C. Refiled Conditional Objection of Holt of California to Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 503(b)(9) and Fed. R. Bankr. P. 6003 and 6004 for Interim and Final Authority to Pay Prepetition Obligations Owed to Certain Safety and Reliability, Outage, and Nuclear Facility Suppliers [**Dkt. 508**].
- D. Statement and Reservation of Rights of Official Committee of Unsecured Creditors with respect to Certain Matters Scheduled for February 27 Hearing [**Dkt. 610**].
- E. Withdrawal Without Prejudice of Refiled Conditional Objection of Holt of California to Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 503(b)(9) and Fed. R. Bankr. P. 6003 and 6004 for Interim and Final Authority to Pay Prepetition Obligations Owed to Certain Safety and Reliability, Outage, and Nuclear Facility Suppliers [**Dkt. 658**].

Related Documents:

- F. Debtors' Statement and Omnibus Reply in Support of First Day and Other Motions set for Hearing on February 27, 2019 [**Dkt. 652**].
- G. Declaration of John Boken in Further Support of First Day Motions and Related Relief [**Dkt. 653**].
- H. Proposed second interim order on the Operational Integrity Suppliers Motion and redline comparison against the interim order previously approved by the Court with respect to the Operational Integrity Suppliers Motion [**Dkt. 654-13**] ("**Operational Integrity Suppliers Second Interim Order**").

Status: This matter is going forward solely with respect to the Debtors' request for further interim relief as reflected in the Operational Integrity Suppliers Second Interim Order. In all other respects, this matter has been continued to the omnibus hearing to be held on March 12, 2019, at 9:30 a.m. (Pacific Time), unless otherwise ordered by the Court. The deadline for the Creditors Committee and Tort Claimants Committee to file objections, if any, with respect to this Motion is March 5, 2019, at 4:00 p.m. (Pacific Time), unless otherwise ordered by the Court. All other timely filed objections to approval of the Motion on a final basis shall be preserved for the March 12 hearing. Any further reply from the Debtors is due no later than March 11, 2019, at 12:30 p.m. (Pacific Time), unless otherwise ordered by the Court.

CONTESTED MATTERS GOING FORWARD

13. NOL Motion. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(A) and 362 for Interim and Final Orders Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Stock of, and Claims Against, the Debtors [**Dkt. 10**].

Response Deadline: February 20, 2019

Responses Filed:

- A. Limited Objection of the Official Committee of Unsecured Creditors to Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a) and 362 for Interim and Final Orders Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Stock of, and Claims Against, the Debtors [**Dkt. 605**].
- B. Corrected Limited Objection of the Official Committee of Unsecured Creditors to Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a) and 362 for Interim and Final Orders Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Stock of, and Claims Against, the Debtors [**Dkt. 613**].
- C. Joinder of BOKF, NA as Indenture Trustee to Limited Objection of the Official Committee of Unsecured Creditors to Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a) and 362 for Interim and Final Orders Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Stock of, and Claims Against, the Debtors [**Dkt. 614**].
- D. Joinder of the Ad Hoc Committee of Senior Unsecured Noteholders to Limited Objection of the Official Committee of Unsecured Creditors to Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a) and 362 for Interim and Final Orders Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Stock of, and Claims Against, the Debtors [**Dkt. 616**].

Related Documents:

- E. Proposed Final Order on the NOL Motion and redline comparison against the interim order previously entered by the Court [**Dkt. 491-9**].
- F. Reply of Debtors to Limited Objection of Unsecured Creditors Committee and Successor Indenture Trustee to Motion for Orders Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Stock of, and Claims against, the Debtors [**Dkt. 650**].
- G. Further revised Proposed Final Order on the NOL Motion and redline comparison against the proposed final order previously filed with the NOL Motion [**Dkt. 654-6**].

1 Status: This matter is going forward.

2 14. **Utilities Motion.** Motion of Debtors Pursuant to 11 U.S.C. §§ 366 and 105
3 Requesting Entry of an Order (I) Approving Debtors' Proposed Form of Adequate Assurance for
4 Payment of Utility Providers, (II) Establishing Procedures Providing Adequate Assurance and
5 Resolving Objections of Utility Providers, and (III) Prohibiting Utility Providers from Altering,
6 Refusing, or Discontinuing Service [**Dkt. 32**].

7 Response Deadline: February 20, 2019

8 Responses Filed:

9 A. Objection of U.S. Telepacific Corp. dba TPX Communications to Debtor's
10 [sic] Motion to Provide Adequate Assurance to Utility Providers [Dkt.
11 32]; Demand for Adequate Protection [**Dkt. 499**].

12 B. Statement and Reservation of Rights of Official Committee of Unsecured
13 Creditors with respect to Certain Matters Scheduled for February 27
14 Hearing [**Dkt. 610**].

15 Related Documents:

16 C. Debtors' Statement and Omnibus Reply in Support of First Day and Other
17 Motions set for Hearing on February 27, 2019 [**Dkt. 652**].

18 D. Further revised Proposed Order on the Utilities Motion and redline
19 comparison against the proposed order previously filed with the Utilities
20 Motion [**Dkt. 654-9**].

21 Status: The Debtors are in discussions with U.S. Telepacific regarding a potential
22 resolution of their Objection prior to the Hearing. This matter is going forward.

23 15. **Case Management Motion.** Motion of Debtors for Entry of Order Implementing
24 Certain Notice and Case Management Procedures [**Dkt. 352**].

25 Response Deadline: February 20, 2019

26 Responses Filed:

27 A. United States Trustee's Limited Objection to Motion of Debtors for Entry
28 of Order Implementing Certain Notice and Case Management Procedures
29 [**Dkt. 604**].

30 B. Statement and Reservation of Rights of Official Committee of Unsecured
31 Creditors with respect to Certain Matters Scheduled for February 27
32 Hearing [**Dkt. 610**].

Related Documents:

- C. Debtors' Statement and Omnibus Reply in Support of First Day and Other Motions set for Hearing on February 27, 2019 [**Dkt. 652**].
- D. Further revised Proposed Order on the Case Management Motion and redline comparison against the proposed order previously filed with the Case Management Motion [**Dkt. 654-10**].

Status: The Debtors have been in discussions with the U.S. Trustee to narrow the issues before the Court at the Hearing. This matter is going forward.

16. **Ordinary Course Professionals Motion.** Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 327, 328, and 330 for Authority to Employ Professionals Used in the Ordinary Course of Business *Nunc Pro Tunc* to the Petition Date [**Dkt. 350**]

Response Deadline: February 20, 2019

Responses Filed:

- A. United States Trustee's Limited Objection to Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 327, 328, and 330 for Authority to Employ Professionals Used in the Ordinary Course of Business *Nunc Pro Tunc* to the Petition Date [**Dkt. 602**].
- B. Statement and Reservation of Rights of Official Committee of Unsecured Creditors with respect to Certain Matters Scheduled for February 27 Hearing [**Dkt. 610**].

Related Documents:

- C. Debtors' Statement and Omnibus Reply in Support of First Day and Other Motions set for Hearing on February 27, 2019 [**Dkt. 652**].
- D. Further revised Proposed Order on the Ordinary Course Professionals Motion and redline comparison against the proposed order previously filed with the Ordinary Course Professionals Motion [**Dkt. 654-12**].

Status: The Debtors are in discussions regarding the U.S. Trustee's objections to this Motion and hope to resolve any issues prior to the Hearing. This matter is going forward.

PLEASE TAKE NOTICE that copies of any papers filed with the court and referenced herein can be viewed and/or obtained: (i) by accessing the Court's website at <http://www.canb.uscourts.gov>, (ii) by contacting the Office of the Clerk of the Court at 450 Golden Gate Avenue, San Francisco, CA 94102, or (iii) from the Debtors' notice and claims agent, Prime Clerk LLC, at <https://restructuring.primeclerk.com/pge> or by calling (844) 339-4217 (toll free) for U.S.-based parties; or +1 (929) 333-8977 for International parties or by e-

1 mail at:pgeinfo@primeclerk.com. Note that a PACER password is needed to access documents
2 on the Bankruptcy Court's website.

3 Dated: February 26, 2019

WEIL, GOTSHAL & MANGES LLP

KELLER & BENVENUTTI LLP

By: /s/ Jane Kim

Jane Kim

*Proposed Attorneys for Debtors and
Debtors in Possession*